

P02000004598

J. & E. FERNANDEZ, P.A.  
8602 Vivian Bass Way  
Odessa, Fl. 33556

August 16, 2001

Secretary of State  
Divisions of Corporation  
P.O. Box 6327  
Tallahassee, Fl. 32314

FILED  
02 JAN 14 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

100004749081--7  
-01/03/02--01045--002  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: PARADISE ASSISTED LIVING, INC.

Dear Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50

This represents the cost of the filing fees, certified copy of articles of incorporation and fee for registered agent designation for the above named corporation.

Very Truly Yours,

woj-368  
gc 1/7



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 7, 2002

J. & E. FERNANDEZ, P.A.  
8602 VIVIAN BASS WAY  
ODESSA, FL 33556

SUBJECT: PARADISE ASSISTED LIVING, INC.  
Ref. Number: W02000000368

We have received your document for PARADISE ASSISTED LIVING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum  
Document Specialist  
New Filing Section

Letter Number: 602A00000583

## ARTICLES OF INCORPORATION

### PARADISE ASSISTED LIVING FACILITY OF TAMPA BAY, INC.

The undersigned subscriber, a natural person competent to contract, for the purpose of forming a corporation, under the laws of the State of Florida, adopt of the following Articles of Incorporation for such corporation.

#### ARTICLE I

NAME: The name of the proposed corporation is:

PARADISE ASSISTED LIVING FACILITY OF TAMPA BAY, INC.  
8768 N. RIVER ROAD  
TAMPA, FL. 33635

FILED  
302 JAN 14 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE II

NATURE OF BUSINESS: The corporation may engage in any activity or business permitted under laws of the United States of America and the State of Florida, and any and all acts or statutes amendatory thereof supplement thereto.

#### ARTICLE III

CAPTIAL STOCK: The total number of shares of stock which the corporation shall have the authority to issue is: 500 shares of common stock at a par value of \$1 per share. Stock may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors. Each share of common stock shall represent one (1) vote.

Upon dissolution or liquidation of the corporation, the holders of stock shall be entitled to distribution ratably as their holding may appear upon the stock record of the corporation.

#### **ARTICLE IV**

**INITIAL CAPITAL:** The amount of capital with which the corporation will begin business is: \$500.00

#### **ARTICLE V**

**TERM OF EXISTENCE:** This corporation is to exist perpetually.

#### **ARTICLE VI**

**ADDRESS:** The initial address of the principal office of the proposed corporation in the State of Florida is:

PARADISE ASSISTED LIVING FACILITY OF TAMPA BAY, INC.  
8768 N. RIVER ROAD  
TAMPA, FL. 33635

#### **ARTICLE VII**

**DIRECTORS:** The number of Directors of this corporation is:

(2) TWO

## **ARTICLE VIII**

**ADDRESS OF DIRECTORS:** The name of the initial or first director and street address of this corporation who is subject to the provisions of this certificate of corporation By-Laws of this corporation and the general laws of the State of Florida, shall hold office for the first year of existence or until his successor or successors are elected and qualified are:

MARISA HERNANDEZ  
8768 N. RIVER ROAD  
TAMPA, FL. 33635

FELIX M. HERNANDEZ  
8768 N. RIVER ROAD  
TAMPA, FL. 33635

## **ARTICLE IX**

**SUBSCRIBERS:** The name and address of the subscribers to these Articles of Incorporation is as follows:

MARISA HERNANDEZ  
8768 N. RIVER ROAD  
TAMPA, FL. 33635

FELIX M. HERNANDEZ  
8768 N. RIVER ROAD  
TAMPA, FL. 33635

## **ARTICLE X**

**REGISTERED AGENT AND REGISTERED OFFICE:** The name and street address of registered agent and registered office is:

MARISA HERNANDEZ  
8768 N. RIVER ROAD  
TAMPA, FL. 33635

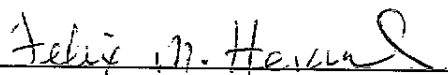
## ARTICLE XI

### OTHER PROVISIONS:

- A. The regulation of the business and the conduct of the affairs of this corporation and provisions creating, dividing and limiting the powers of the corporation and the stockholders, including but limited to provisions governing the issue of stock certificates to replace lost or destroyed stock certificates shall be governed by the By-Laws of this corporation which may be made and adopted by the shareholders immediately after adjourning of the organizational meeting, and the stockholders shall have the power and authority to amend, modify, change and repeal By-Laws of the corporation.
- B. No contract, act or transaction of the corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer or officers, director or directors of the corporation is a party to or are the parties to or interested in such contract, persons, firm or corporation and each and every person who may become a director or an officer of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anyway interested.

IN WITNESS WHEREOF, I have subscribed my name this 19<sup>th</sup> day of December, 2001.

  
MARISA HERNANDEZ

  
FELIX M. HERNANDEZ

HEREBY AM familiar with and accept the  
duties and responsibilities as registered agent for said corporation.

  
MARISA HERNANDEZ

02 JAN 14 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH


Before me, the undersigned authority, personally appeared Marisa  
Hernandez and Felix M. Hernandez, to me well known to be the persons  
described in acknowledged before me that they executed the same for the  
uses and purposes therein expressed.

WITNESS my hand and official seal at Tampa, in the COUNTY AND  
STATE last aforesaid, this 19<sup>th</sup> day of December, 2001.

  
Notary

My Commission Expires:

Angel A Fernandez  
My Commission CC715773  
Expires February 11, 2002

 Angel A Fernandez  
My Commission CC715773  
Expires February 11, 2002